

## **EXHIBIT A**

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**From:** Webb, Jeramy <Jeramy.Webb@ropesgray.com>  
**Sent:** Friday, January 26, 2024 9:23 AM  
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**Subject:** WW: DIP Term Sheet

All,

As our client has discussed with PJT, Flow Global Holdings LLC, its relevant affiliates, and the other parties identified in the attached (the “Flow Parties”) are interested in working with the Debtors and their stakeholders to provide a new debtor-in-possession term loan to fund the Debtors’ chapter 11 cases and achieve a successful emergence therefrom. To that end, we have attached a draft DIP term sheet for your review and consideration.

As you are also aware, none of the Flow Parties have had access to any confidential nonpublic information. Accordingly, the proposal is subject to entering into a mutually-agreeable NDA with the Debtors, their and their advisors’ provision of relevant information reasonably requested by us, our completion of satisfactory due diligence, and other customary conditions, and we have attached a markup of the NDA you provided to us earlier this month.

Although we only have public information, the Flow Parties have been in contact with a number of sophisticated parties who may have significant interest in providing financing to the Debtors, subject, of course, to due diligence.

Please let us know if you have any questions or would like to schedule a call to discuss.

Jeramy

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